

MARVEL

77

LGY#878

THOMPSON
PICHELLI
WOODARD

THE AMAZING SPIDER-MAN

CAN WE
TALK ABOUT
THIS?

I'M GOING
TO TAKE
THAT AS A
"NO."

BEYOND
CHAPTER THREE



BEYOND TRAINING FACILITY.

MANHATTAN.

YIPES!

HE'S LIKE ONE OF THOSE JUMPING BEANS.

BLAM

BLAM

THWIP

ONE OF THOSE JUMPING SPIDERS MORE LIKE.

NO, THOSE AREN'T THIS ANNOYING.

I'M ANNOYING? YOU GUYS ARE SHOOTING LIVE ROUNDS AT ME!

I HAVE NO ROUNDS.

FINE. SOME OF YOU ARE FIRING LIVE ROUNDS AT ME, AND SOME OF YOU ARE SWINGING DEADLY BLADES AT ME.

WHY ELSE ARE WE HERE, BEN?

THAT'S FAIR.

UM, I APOLOGIZE? PLEASE STOP TRYING TO KILL ME?

WELL, YOU JUST RUINED MY FAVORITE GUN WITH YOUR GROSS WEBBING SO I SUGGEST YOU MOVE EVEN FASTER.

UNLIKE YOU, WE HAVE NO EXPECTATIONS.

SURE, BUT YOU CAN HARDLY EXPECT ME TO STAND STILL.

WHOOSH





BEN REILLY has the proportional speed, strength, and agility of a SPIDER, adhesive fingertips and toes, and the unique precognitive awareness of danger called "SPIDER-SENSE"! After the tragic death of his Uncle Ben, Ben Reilly understood that with great power there must also come great responsibility.

He became the crimefighting super hero called...

THE AMAZING **SPIDER-MAN**

Cloned from the original Spider-Man, Peter Parker, Ben Reilly has long since lived in Peter's shadow. But when the Beyond Corporation bought the rights to the Spider-Man name and likeness, they asked Ben to be their corporate-sponsored super hero. Ben agreed and swung into battle with the U-Foes alongside Peter. Ben's high-tech Spidey suit protected him from the U-Foes' poisonous gas and radioactive blasts, but Peter's normal suit didn't...

With Peter in a coma, Ben is now the sole Spider-Man on the streets--
and he's got a lot of work to do.

KELLY THOMPSON WRITER | **SARA PICHELLI** ARTIST

NOLAN WOODARD COLORIST | **VC's JOE CARAMAGNA** LETTERER

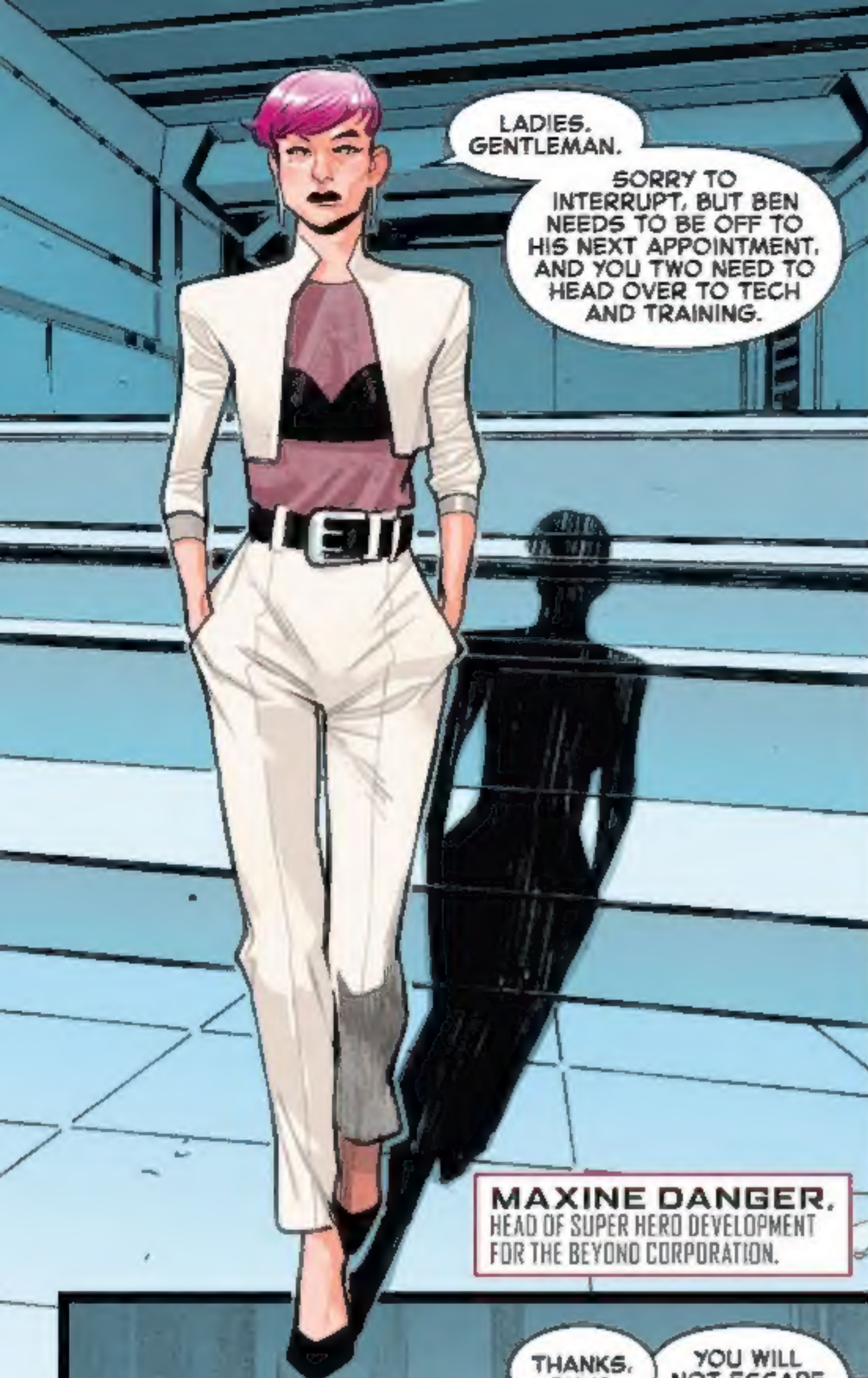
CODY ZIGLAR, SALADIN AHMED, ZEB WELLS, PATRICK GLEASON,
AND **KELLY THOMPSON** BEYOND BOARD

ARTHUR ADAMS AND ALEJANDRO SÁNCHEZ COVER ARTISTS
DAVID AJA; JOE JUSKO VARIANT COVER ARTISTS

LINDSEY COHICK ASSISTANT EDITOR | **NICK LOWE** EDITOR | **C.B. CEBULSKI** EDITOR IN CHIEF

SPIDER-MAN CREATED BY **STAN LEE** AND **STEVE DITKO**





LADIES.
GENTLEMAN.

SORRY TO
INTERRUPT, BUT BEN
NEEDS TO BE OFF TO
HIS NEXT APPOINTMENT.
AND YOU TWO NEED TO
HEAD OVER TO TECH
AND TRAINING.

MAXINE DANGER.
HEAD OF SUPER HERO DEVELOPMENT
FOR THE BEYOND CORPORATION.



WHY'S
THAT?

WE NEED
YOU OUTFITTED
WITH BEYOND TECH
BEFORE WE CAN
APPROVE YOU FOR THE
FIELD. SHOULDN'T
TAKE LONG.

...SURE.



THANKS,
GUYS.

YOU WILL
NOT ESCAPE
SO EASILY
TOMORROW.
BEN REILLY.

THAT'S...
OMINOUS.

COLLEEN
ALWAYS
GETS HER
MAN.

THAT'S
SOMEHOW
MORE
OMINOUS.



WALK
WITH ME,
BEN.

YOU ARE SLOW
ON YOUR RIGHT,
BENJAMIN.

UH.
OKAY.



Y'KNOW, I DON'T HAVE A LOT OF TIME--I'VE GOT AN APPOINTMENT WITH KAFKA...

KAFKA CAN WAIT.

Ooookay, then.



I WON'T BORE YOU WITH HOW MUCH WE'VE INVESTED IN YOU BEN.

I KNOW, I--

THIS WILL GO MORE SMOOTHLY IF YOU DON'T INTERRUPT ME.

...SORRY.

HOW DO THOSE FEEL?

EH. BETTER THAN THE LAST ONES.



I SAY WE'VE INVESTED A LOT, NOT TO MAKE YOU FEEL GUILTY OR BEHOLDEN, BUT JUST TO REITERATE HOW MUCH WE BELIEVE IN YOU. YOU HAVE A RARE CHANCE--WITH YOUR POWER AND BEYOND'S RESOURCES--TO MAKE A REAL DIFFERENCE OUT THERE.

IT'S NOT SOMETHING WE TAKE LIGHTLY.

AND IT'S NOT SOMETHING I THOUGHT YOU TOOK LIGHTLY EITHER.



I DON'T. I TAKE IT... WHATEVER THE OPPOSITE OF LIGHTLY IS... "HARD" SEEMS WRONG. I TAKE IT HARD? YEAH, THAT'S NOT RIGHT...

THIS IS NOT GOING WELL.



I THINK THE WORD YOU'RE LOOKING FOR IS "SERIOUSLY."

UH. YEAH. THAT IS THE WORD. I TAKE IT VERY SERIOUSLY.



UH?
HELP?

THAT'S
GOOD TO
HEAR.

BECAUSE, BEN...
I CAN'T HAVE YOU
TAKING OFF YOUR SUIT
AND TURNING OFF YOUR
COMMS WHENEVER
IT STRIKES YOUR
FANCY.



I KNOW,
BUT THERE WAS
AN EMERGENCY
AND I--



IT'S
HAPPENED
TWICE IN THE
SPAN OF ONLY
A FEW DAYS,
BEN.

YEAH,
I KNOW
THAT LOOKS
BAD. BUT--

AHHH!



STOP. I HAVE NO TOLERANCE
FOR EXCUSES. KILLER DROP
BEARS ATE MY HOMEWORK,
BROCCOLI MEN CAUSED
TRAFFIC ON THE FDR, THE BAND
THUNDER THIGHS DESTROYED
MY APARTMENT... I'VE
HEARD IT ALL, BEN.



SANDWICH DEPARTMENT

I'M NOT TRYING TO GIVE YOU
A HARD TIME. I'M TRYING TO
MAKE SURE YOU'RE REALLY MY
GUY. IF YOU'RE NOT MY GUY, I
NEED TO KNOW NOW SO WE
CAN CUT OUR LOSSES
AND MOVE ON.

EXCUSE
ME?

NOT
EVERYONE
CAN DO THIS, BEN.
I KNOW YOU CAN...
BUT I NEED YOU
TO KNOW
IT.

OHMIGODWHATHAVEWEDONE?



YOU HAVE TO MAKE THAT DECISION ON YOUR OWN...
DO YOU WANT TO BE SPIDER-MAN, BEN? OR DO YOU WANT TO BE THE SCRAGGLY-SAD-NOT-QUITE-GOT-IT-TOGETHER-ALMOST SPIDER-MAN WHO SHOWS UP EVERY ONCE IN A WHILE AND ASKS FRIENDS FOR MONEY?



I AM SPIDER-MAN.



THAT IS EXACTLY WHAT I NEEDED TO HEAR, BEN. WELL DONE.



ENJOY THERAPY!



NO! I ALREADY TOLD YOU NO, TREVOR!

WELL, AFTER THAT CONVERSATION, THERAPY SHOULD BE A BREEZE.



YOU SEEM A BIT... DISTRACTED?

YEAH. SORRY. I JUST HAD A WALK-AND-TALK WITH MAXINE BEFORE THIS, AND IT WAS... **HARROWING** IS MAYBE THE WORD?



SHE'S PRETTY INTIMIDATING.

TALK ABOUT AN UNDERSTATEMENT.

BUT IT'S HER JOB. JUST LIKE YOU AND I HAVE OURS, SHE HAS HERS. AND HERS IS **VERY** DIFFERENT FROM OURS.

THAT'S TRUE.

BUT WE CAN TALK ABOUT IT IF YOU'D LIKE?



NO. I'D RATHER JUST LET IT GO. I SAID WHAT I NEEDED TO SAY, WHICH IT TURNS OUT IS WHAT SHE NEEDED TO HEAR.

SOUNDS LIKE IT ACTUALLY WENT PRETTY WELL, THEN...ONCE YOU GIVE IT CONTEXT.

YEAH, I THINK YOU'RE RIGHT.

WELL, LAST TIME, WE WERE TALKING ABOUT YOUR UNCLE AND HOW YOU FELT HE REALLY SHAPED THE PERSON YOU'VE BECOME.



YEAH. IN FACT, THE OTHER DAY I WAS WITH...AN OLD FRIEND, AND WE HAD SIMILAR RELATIONSHIPS TO OUR...FATHER FIGURES, AND I CAN HONESTLY SAY I DON'T KNOW WHO EITHER OF US WOULD BE WITHOUT THAT...**THOSE** RELATIONSHIPS.

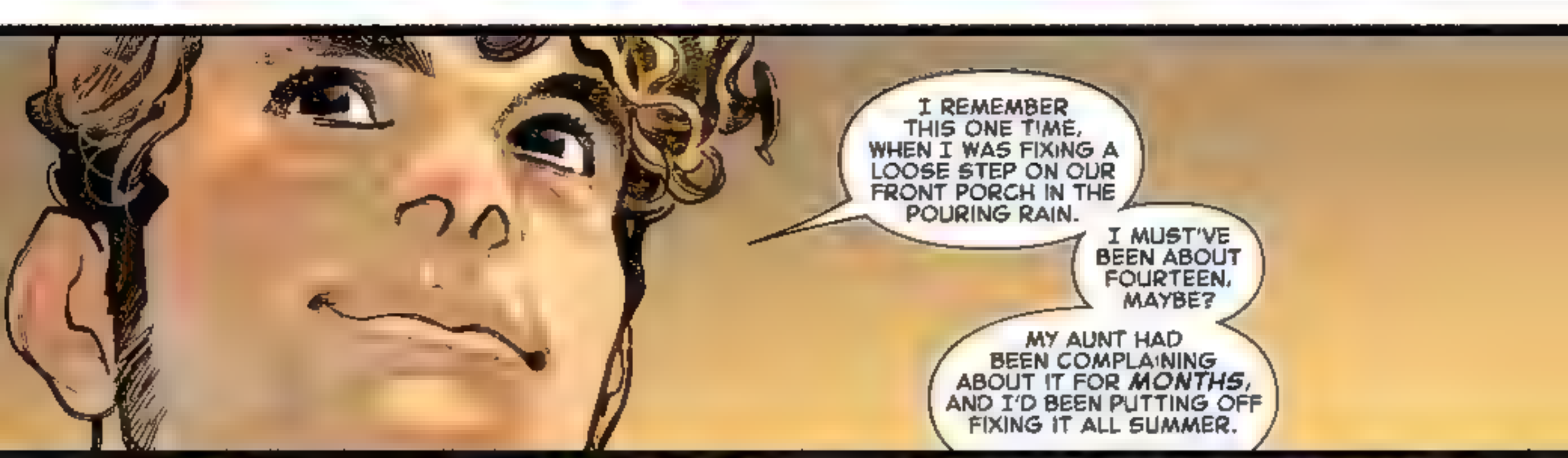


IT'S ALMOST LIKE... AN ANCHOR ON A BOAT.

BOY, THAT SOUNDS DUMB WHEN I SAY IT OUT LOUD.

NO, STAY WITH IT.

WELL, ANCHORS HAVE THIS NEGATIVE CONNOTATION IN SO MANY WAYS, BUT YOU **NEED** THEM. THEY'RE CRITICAL TO FUNCTIONING PROPERLY. WITHOUT AN ANCHOR, YOU'RE... ADRIFT.



I REMEMBER THIS ONE TIME, WHEN I WAS FIXING A LOOSE STEP ON OUR FRONT PORCH IN THE POURING RAIN.

I MUST'VE BEEN ABOUT FOURTEEN, MAYBE?

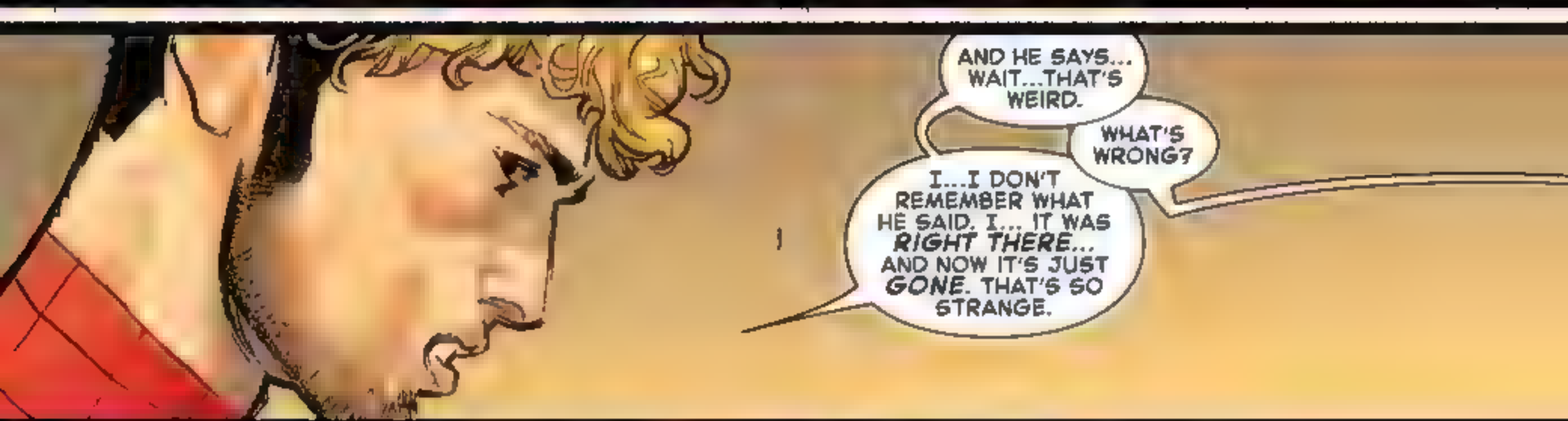
MY AUNT HAD BEEN COMPLAINING ABOUT IT FOR MONTHS, AND I'D BEEN PUTTING OFF FIXING IT ALL SUMMER.



I JUST HAD DIFFERENT PRIORITIES, Y'KNOW? I WAS A KID. WHAT DO I CARE ABOUT A LOOSE STEP?

AND THEN SHE FELL, AND I FELT GOD AWFUL ABOUT IT.

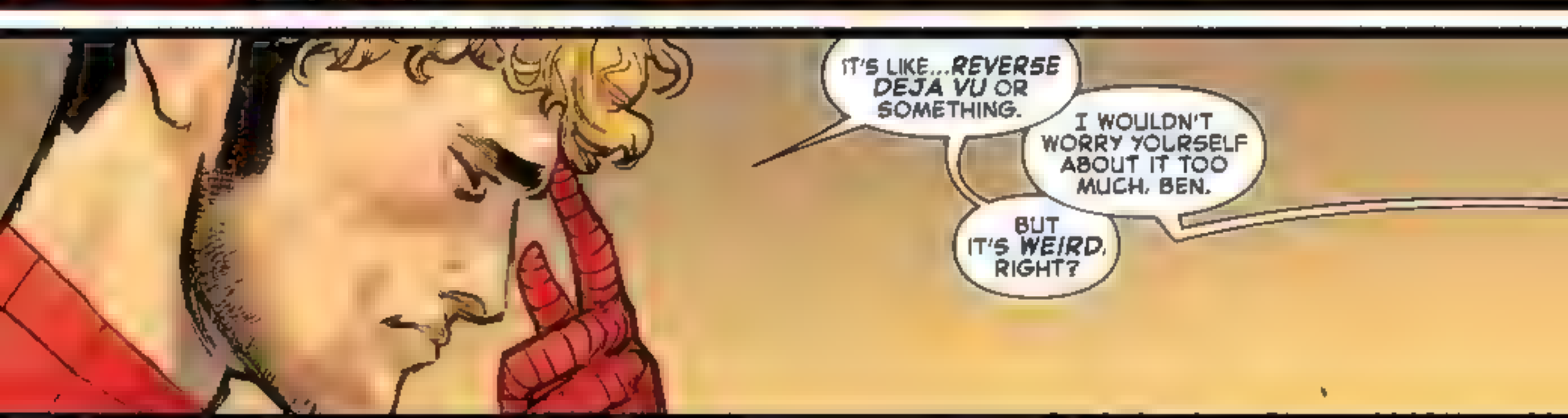
AND SO I'M OUT THERE IN THE RAIN, TRYING TO FIX THIS STEP, AND MY UNCLE COMES OUT AND SAYS...



AND HE SAYS... WAIT... THAT'S WEIRD.

WHAT'S WRONG?

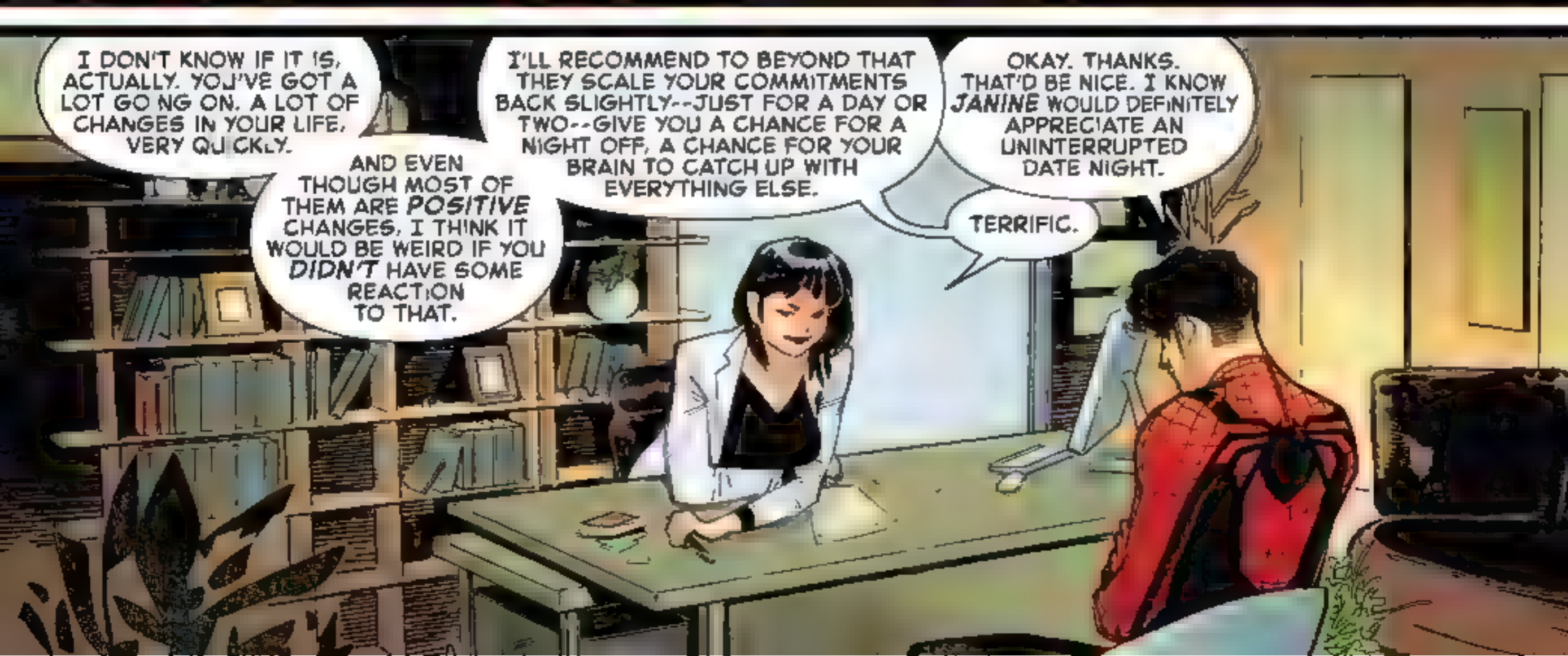
I... I DON'T REMEMBER WHAT HE SAID. I... IT WAS **RIGHT THERE...** AND NOW IT'S JUST GONE. THAT'S SO STRANGE.



IT'S LIKE... **REVERSE DEJA VU** OR SOMETHING.

I WOULDN'T WORRY YOURSELF ABOUT IT TOO MUCH, BEN.

BUT IT'S **WEIRD**, RIGHT?



I DON'T KNOW IF IT IS, ACTUALLY. YOU'VE GOT A LOT GOING ON. A LOT OF CHANGES IN YOUR LIFE, VERY QUICKLY.

AND EVEN THOUGH MOST OF THEM ARE **POSITIVE** CHANGES, I THINK IT WOULD BE WEIRD IF YOU **DIDN'T** HAVE SOME REACTION TO THAT.

I'LL RECOMMEND TO BEYOND THAT THEY SCALE YOUR COMMITMENTS BACK SLIGHTLY--JUST FOR A DAY OR TWO--GIVE YOU A CHANCE FOR A NIGHT OFF, A CHANCE FOR YOUR BRAIN TO CATCH UP WITH EVERYTHING ELSE.

OKAY. THANKS. THAT'D BE NICE. I KNOW JANINE WOULD DEFINITELY APPRECIATE AN UNINTERRUPTED DATE NIGHT.

TERRIFIC.

MCCARTHY MEDICAL CENTER

MAY, WHY DON'T YOU GO HOME AND GET SOME REST?

I CAN CALL YOU IF ANYTHING CHANGES.

NO OFFENSE, DEAR, BUT THE LAST TIME I LEFT THE ROOM, PETER SLIPPED INTO A COMA. I'M NOT INCLINED TO LEAVE AGAIN FOR SOMETHING AS FLEETING AS "GETTING SOME REST."

...I UNDERSTAND.

I DON'T LIKE THIS DR. BURDICK ONE B.T. I HATE TO ASK THIS, MARY JANE, BUT...

...IS IT POSSIBLE YOU COULD MAKE SOME CALLS AND PULL SOME STRINGS WITH SOME OF THOSE HOLLYWOOD PEOPLE YOU KNOW, OR THROUGH YOUR WORK WITH MR. STARK?

OH, MAY. IT WAS THE FIRST THING I D.D. I CALLED EVERYONE I KNOW.

I EVEN TRIED DOCTOR STRANGE.

AND WHAT DID HE SAY?!

I COULDN'T GET THROUGH. I THINK HE... MIGHT NOT BE ON THIS DIMENSIONAL PLANE?!

THAT'S CONFUSING.

I AGREE.

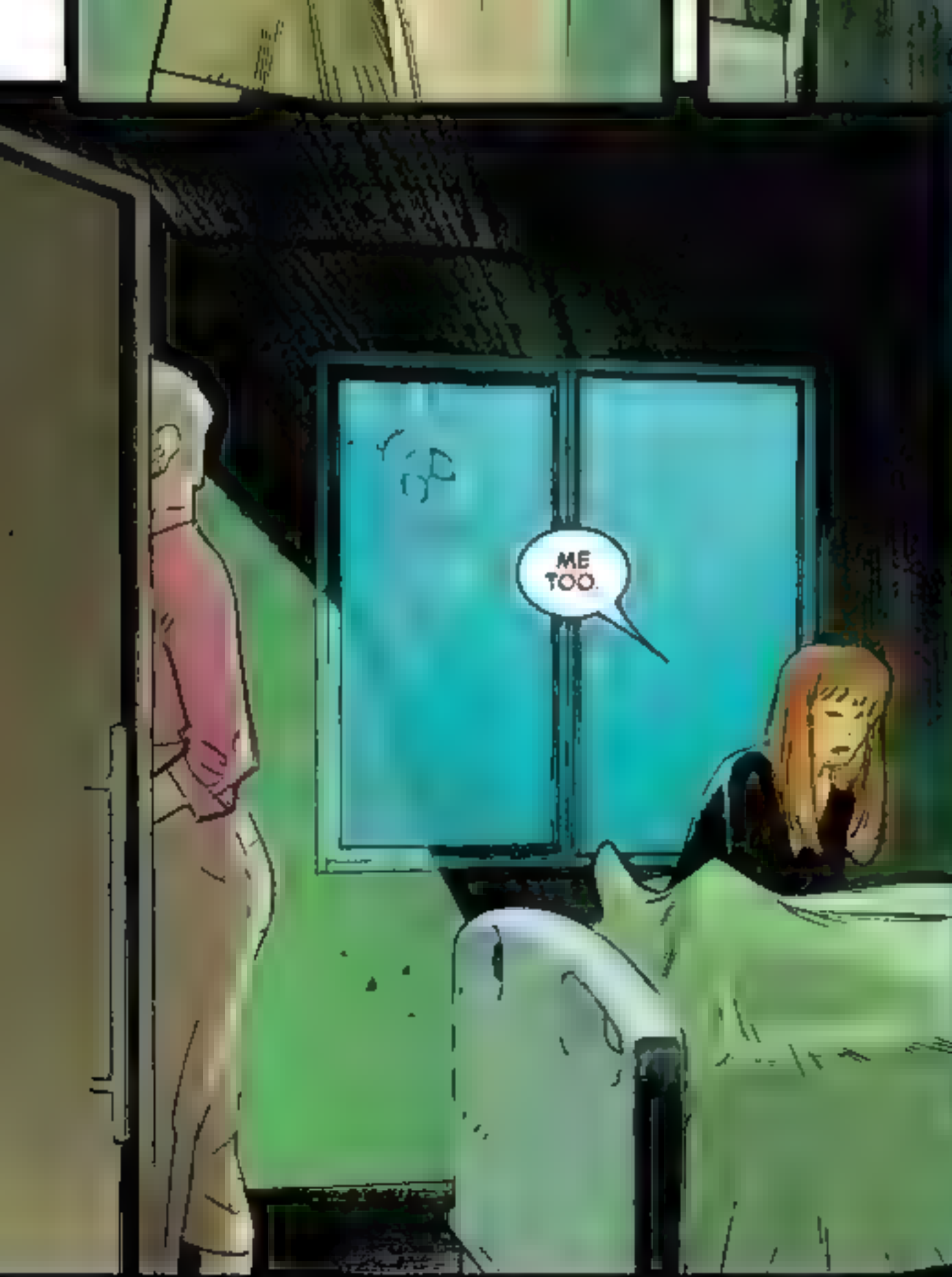
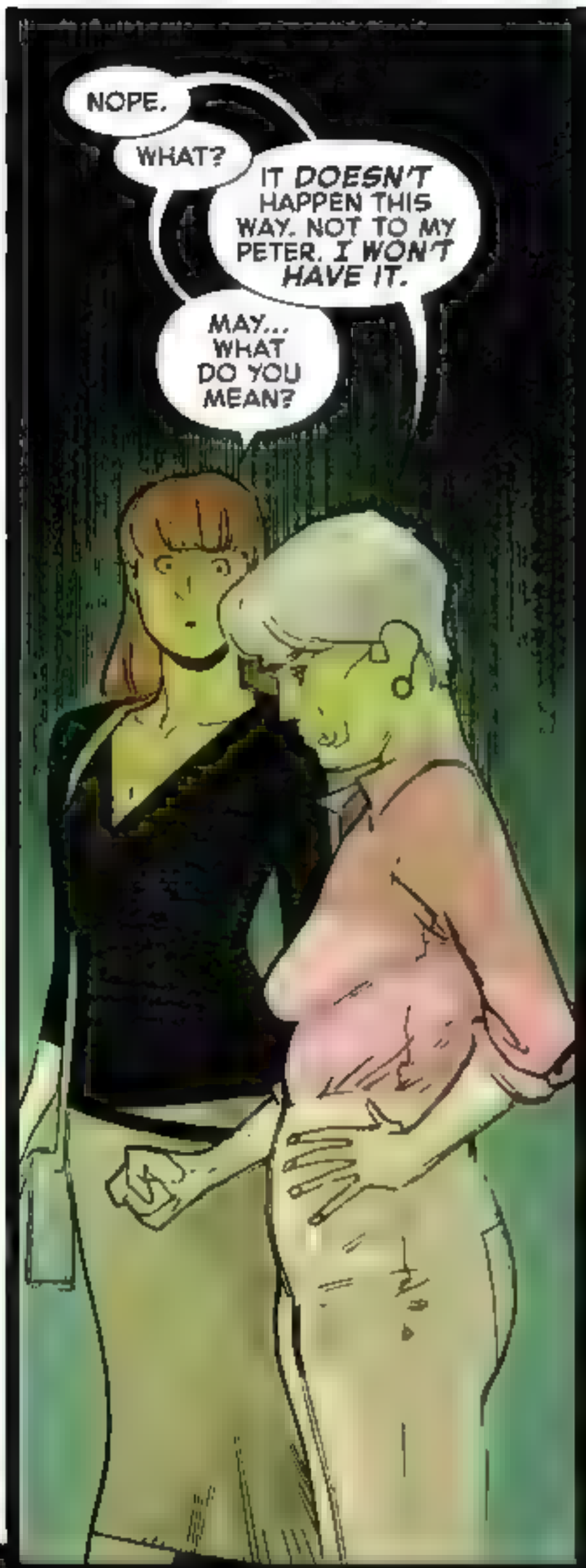
AND STARK?

NO. I COULDN'T GET HIM. I EVEN WENT THROUGH HIS EMERGENCY CHANNELS BUT IT SOUNDS LIKE HE'S INTO SOMETHING BIG.

WE MIGHT BE ON OUR OWN, MAY.

🕸 CHECK OUT DEATH OF DOCTOR STRANGE #1! --MITTERING NICK

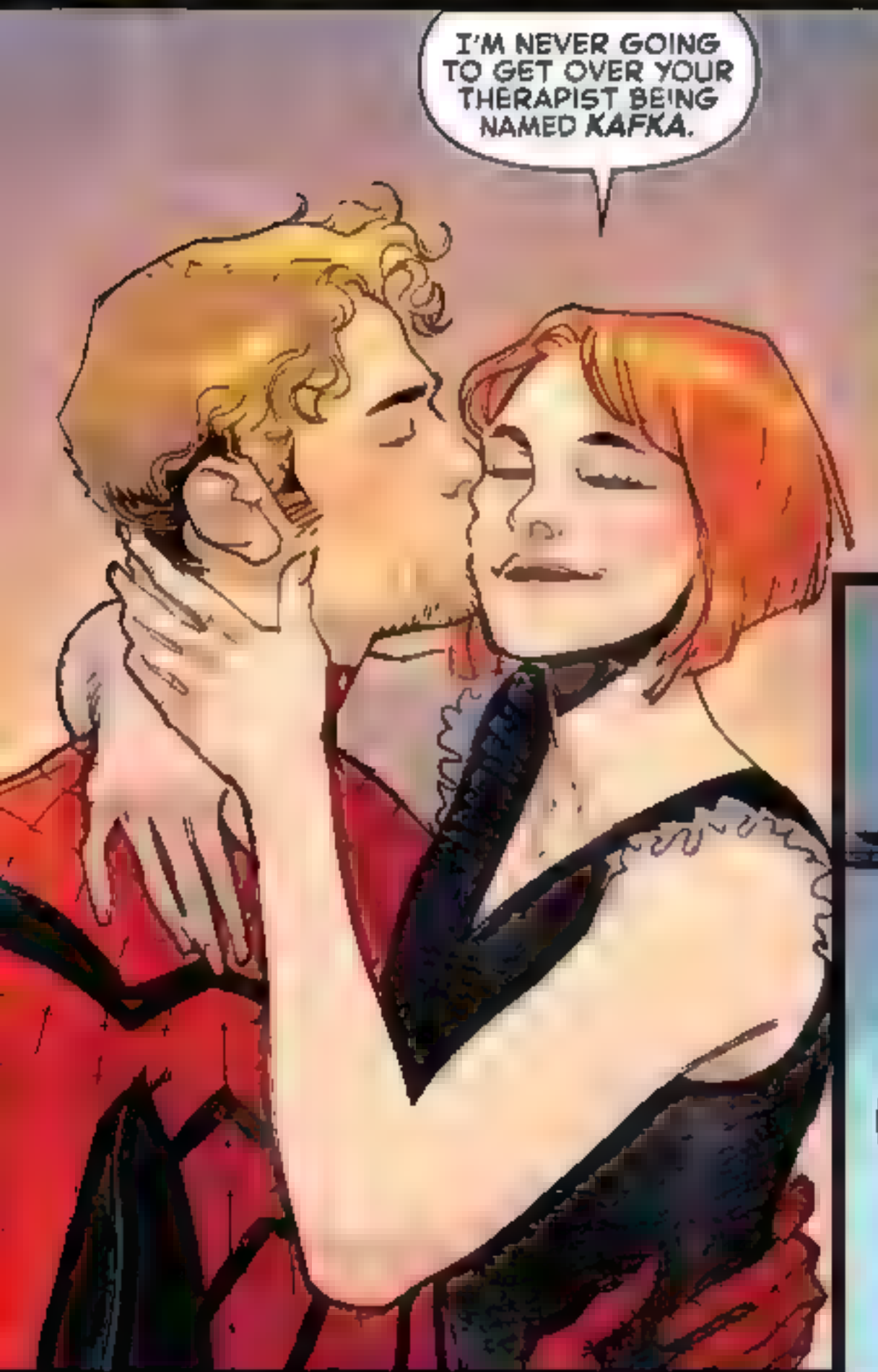
🕸 CHECK OUT IRON MAN, WHERE BEN AND M STY GOT CONNECTED IN THE FIRST PLACE! --NICK





HEY.
I DIDN'T
EXPECT YOU
HOME.

I HAD A
LITTLE TIME
AFTER KAFKA.
WANTED TO
SEE YOU.



I'M NEVER GOING
TO GET OVER YOUR
THERAPIST BEING
NAMED KAFKA.



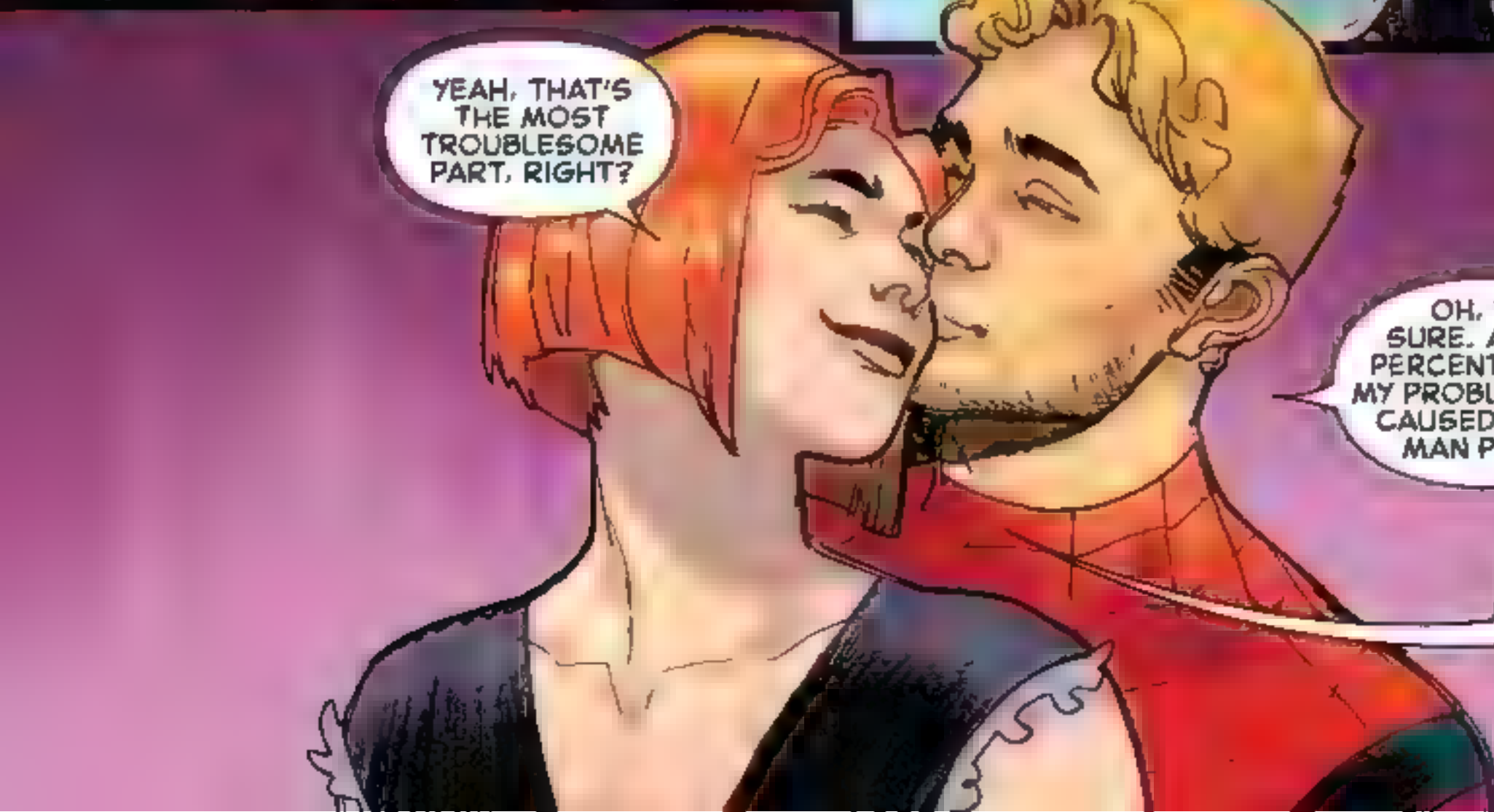
TOTALLY EXPECTING
YOU TO COME HOME
HALF COCKROACH
ONE DAY.



SO THEN I'D BE
HALF MAN, HALF
COCKROACH?

I WAS THINKING
MORE HALF
SPIDER, HALF
COCKROACH.

OH, SO
WE JUST
GO WITH NO
PERCENT
MAN?



YEAH, THAT'S
THE MOST
TROUBLESOME
PART, RIGHT?

OH, FOR
SURE. A HUGE
PERCENTAGE OF
MY PROBLEMS ARE
CAUSED BY THE
MAN PARTS.

EXACTLY.
I THINK
MAYBE I'VE JUST
SOLVED ALL OUR
PROBLEMS.





IT'S OKAY.
THIS IS
THE DEAL,
RIGHT?

...RIGHT.

CAN WE
FINISH THIS
CONVERSATION
LATER?

SURE.

KAFKA'S
GETTING ME
A BIT OF TIME
OFF--WE SHOULD
PLAN A DATE
NIGHT.



THAT'D
BE NICE. BE
CAREFUL OUT
THERE, BEN.

ALWAYS.



LOVE
YOU!

VOICE
VERIFIED

HEAT
SIGNATURE
VERIFIED

BODY
SCENT
VERIFIED

ELECTROMAGNETIC
AURA VERIFIED

GOODBYE,
SPIDER-MAN

LOVE YOU
TOO.

**SOMEWHERE
IN MIDTOWN.**

BEYOND'S INTEL
HAS BEEN ON POINT
SO FAR, BUT THIS
ISN'T WHAT I
EXPECTED TO FIND.

LAST I HEARD,
MORBIUS WAS BACK
TO DOING GOOD WORK.
HAD GOTTEN HIMSELF
TOGETHER AFTER THAT
LAST SETBACK.

THIS DOES
NOT LOOK
TOGETHER.

SEE MORBIUS: THE LIVING VAMPIRE!

TRY TO KEEP IT CASUAL.
KEEP HIM CALM. GET TO
THE BOTTOM OF THIS
MAYBE WITHOUT ANY
MORE BLOODSHED!

MORBIUS.
MICHAEL...
WHAT, UH...WHAT'S
GOING ON HERE,
MAN?

TELL ME
YOU DIDN'T
DO ALL
THIS.

**SPIDER-
MAN!**

GRAAAAAAAAAH!

HEY NOW!
THAT'S, UH...
SOME MIGHT TAKE
THAT LUNGE AS
SOMEWHAT
UNFRIENDLY.

CONSIDERING
ALL THESE
BODIES, YOU BEING
ALL WILD-EYED AND
COVERED IN BLOOD,
THIS IS NOT LOOKING
GOOD. TELL ME
WHAT'S
HAPPENING.

THUMP

"GRAAAAAHHH!"
IS NOT SUPER
HELPFUL.

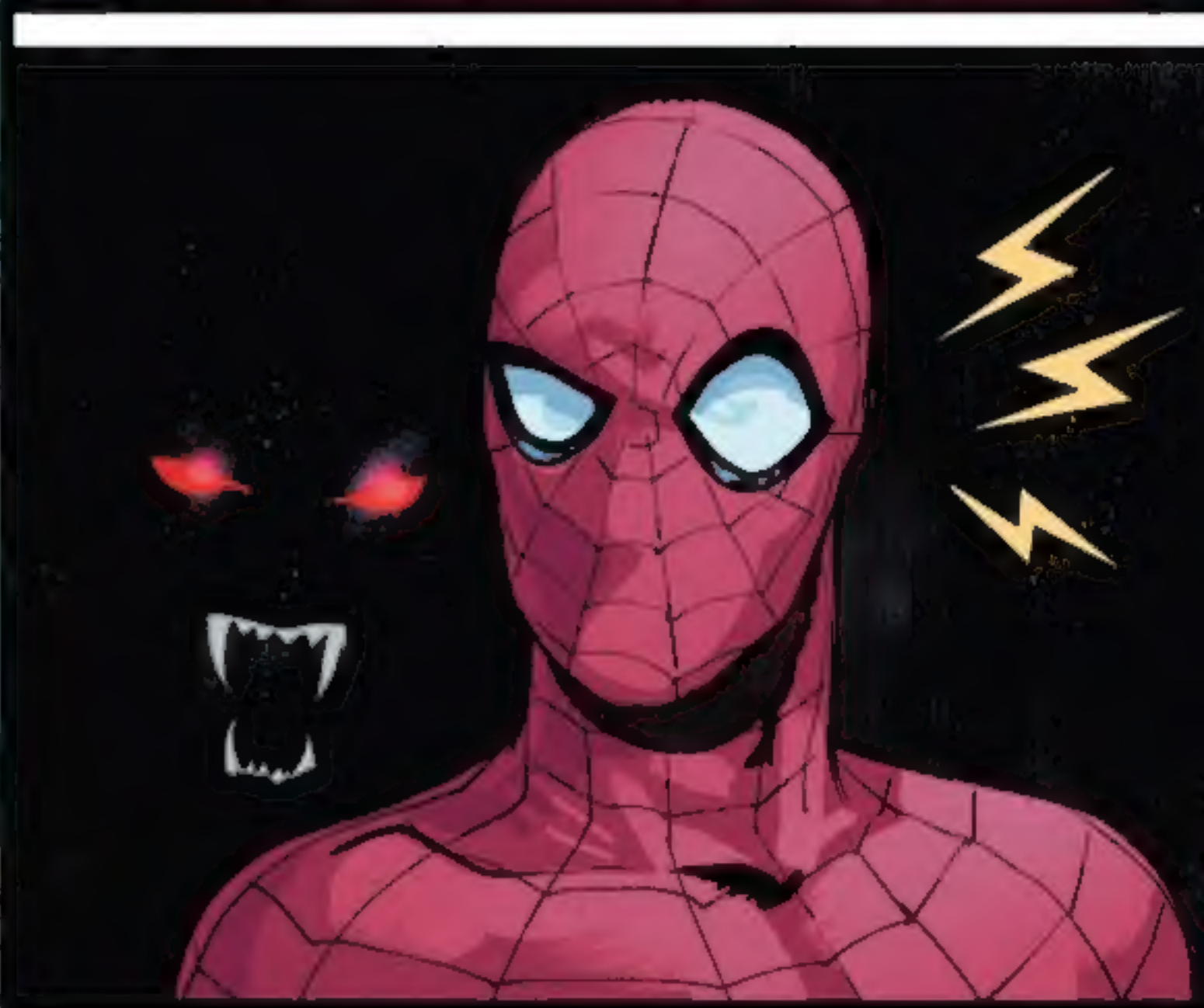
GRAAAAAH!

ARRGGHH!

MMM.
THAT'S
SORTA JUST
THE SAME.

I THINK MAYBE TALKING
THIS OUT ISN'T GOING
TO WORK AFTER ALL.







FORGIVE
ME.

CAN'T BREAK
HIS GRIP...
NOT BEFORE...

SLIKT

...THIS
CAN'T BE
HAPPENING...

TO BE
CONTINUED!

NEXT: #78

WELCOME BACK, WEB-HEADS!

OH NO! Well, it's been a good run, Ben. One full issue of just you as Spider-Man and Morbius just did you in. Who knows what Kelly and Sara have in store for next issue?!

One thing we DO know is that Nolan Woodard will be back for it! Like Marcio Menyz before him on this book, Nolan is one of the best colorists in the business. I first worked closely with Nolan on FRIENDLY NEIGHBORHOOD SPIDER-MAN, where I learned that Nolan may know more about printing and color than anyone I've ever met. I wouldn't be terribly surprised if Nolan knew more about, well, everything than anyone I know. He just finished up coloring HOW TO READ COMICS THE MARVEL WAY, which should be coming out soon too! ANYWAY, Nolan is amazing, and we're really lucky to have him on board!!!

Keep thwippin'!
Nick Lowe
Editor

